

EXHIBIT F

MINUTES OF THE ANNUAL MEETING
OF THE BOARD OF DIRECTORS
OF
Earthwise Technologies, Inc

The annual meeting of the Board of Directors of **Earthwise Technologies, Inc**, a Delaware corporation, was held on the 31st day of October 2007, at PM. at 18324 Cook Rd. SE Suite#5 Yelm, WA 98576. Such meeting was duly noticed and a quorum was present at such meeting to conduct the business of the Directors.

The business matters of the corporation were reviewed by the Directors. Following discussion, the Directors took the following action to approve and ratify the actions of the officers of the corporation over the preceding year:

RESOLVED, that those actions taken by the officers of the corporation in good faith and in a manner reasonably believed by them, or not opposed to, the best interests of the corporation, during the period since the date of the last preceding general ratification resolution of the officer's actions, be, and the same hereby are ratified, confirmed, and approved in all respects.

Discussion then ensued concerning the election of the officers of the corporation. Upon nomination duly made, seconded, and unanimously carried, the directors adopted the following resolutions concerning election of directors:

RESOLVED, that the following individuals shall be elected to serve as officers of the corporation, and to hold office in such capacity until their successors are duly elected and qualified:

Officers:

Chief Executive Officer: Bruce R. Searle

President, Chief Operating Officer: James H. Wood

Secretary: Brook C. Foster

Treasurer: Dianne L. Mc Carthy

RESOLVED, EWT will establish a network of account executives (contractors) to act as an interface between the corporation(EWT) and an undefined number of dealers. These account executives will be paid a commission on sales generated by their dealers. This commission will be reviewed quarterly by the Corporate Officers and adjusted as required.

There being no further business to be addressed by the Directors, the meeting was adjourned.

The undersigned Secretary of the corporation hereby attests that the above actions were taken by the directors of the corporation at a duly constituted annual meeting of the corporation at which a quorum was present as provided in the corporation's Bylaws.

SECRETARY:

Brook C. foster



MINUTES OF THE ANNUAL MEETING
OF THE BOARD OF DIRECTORS
OF
Earthwise Technologies, Inc

The annual meeting of the Board of Directors of Earthwise Technologies, Inc, a Delaware corporation, was held on the 4 day of September, 2009, at 18324 Cook Rd, SE Boardroom, Yelm, WA 98597. Such meeting was duly noticed and a quorum was present at such meeting to conduct the business of the Directors.

The business matters of the corporation were reviewed by the Directors. Following discussion, the Directors took the following action to approve and ratify the actions of the officers of the corporation over the preceding year:

RESOLVED, that those actions taken by the officers of the corporation in good faith and in a manner reasonably believed by them, or not opposed to, the best interests of the corporation, during the period since the date of the last preceding general ratification resolution of the officer's actions, be, and the same hereby are ratified, confirmed, and approved in all respects.

Discussion then ensued concerning the election of the officers of the corporation. Upon nomination duly made, seconded, and unanimously carried, the directors adopted the following resolutions concerning election of directors:

RESOLVED, that the following individuals shall be elected to serve as officers of the corporation, and to hold office in such capacity until their successors are duly elected and qualified:

Officers:

President: James H. Wood

Secretary, Vice Pres of Operations: Brook C. Foster

Treasurer, Chief Financial Officer: Anita J. Gamba

RESOLVED, that Dianne L. McCarthy will be resigned as Treasurer of EWT, and will be replaced by Anita J. Gamba.

Further resolved that : Paul R. Searle will receive 5% (75 shares) in EWT.

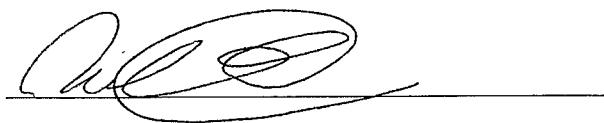
Also, resolved that : Anita J. Gamba will receive 5% (75 shares) in EWT.

And : Brook C. Foster will receive an additional 3% bringing him up to 9% (135 shares)

There being no further business to be addressed by the Directors, the meeting was adjourned.

The undersigned Secretary of the corporation hereby attests that the above actions were taken by the directors of the corporation at a duly constituted annual meeting of the corporation at which a quorum was present as provided in the corporation's Bylaws.

SECRETARY:

A handwritten signature in black ink, appearing to read "John Doe", is written over a horizontal line.

EarthWise Technologies, Inc.

Roster of Shareholders: Effective 4th September 2009

Bruce Searle
17031 173 Ln SE
Rainier, WA 98576
765 Shares (51%)

James Wood
7207 120th ST Court NW
Gig Harbor, WA 98332
450 Shares (30%)

Brook Foster
148th Ave SE,
Yelm, WA 98597

Paul Searle
18324 Cook Rd SE Unit #1
Yelm, WA 98597
75 Shares (5%)

Anita Gamba
9139 Burnett Rd SE,
Yelm, WA 98597
75 Shares (5%)

Exhibit A

EXHIBIT G

Earthwise Technologies Inc.
True Green Technologies History

Type	Date	Num	Ship Date	Amount	50% Down Date	50% Down Amount	Payment Rcv'd Date	Payment Rcv'd Amount	Outstanding Date	Outstanding Amount	Balance Date	Balance Forward
Previous Balance	09/30/2009										\$ 913,291	\$ 913,291
Invoice	10/03/2009	09-11002-04		116,120	10/13/2009	55,000	11/6/2009	61,120			\$ 913,291	\$ 913,291
Invoice	10/03/2009	09-11002-03		109,980	10/16/2009	60,000	11/12/2009	49,980			\$ 913,291	\$ 913,291
Invoice	10/05/2009	09-11002-01		102,730	9/18/2009	20,000	10/16/2009	68,680			\$ 913,291	\$ 913,291
Invoice	10/03/2009	09-11002-05		100,970	10/5/2009	50,485	11/9/2009	50,485			\$ 913,291	\$ 913,291
Invoice	10/03/2009	09-11002-02		121,560	9/24/2009	40,000	10/21/2009	81,560			\$ 913,291	\$ 913,291
Invoice	10/22/2009	09-11109-01		121,320	11/12/2009	30,000	11/20/2009	91,320			\$ 913,291	\$ 913,291
Invoice	10/28/2009	09-11109-02		120,360	11/12/2009	26,100	12/23/2009	94,260			\$ 913,291	\$ 913,291
Invoice	11/01/2009	09-11109-02b		17,220	11/13/2009	3,900	12/23/2009	13,320			\$ 913,291	\$ 913,291
Invoice	11/02/2009	09-11109-03		126,840	11/12/2009	63,420					\$ 63,420	\$ 976,711
Invoice	11/10/2009	09-11109-04		113,850	11/10/2009	56,925	12/7/2009	56,925			\$ 63,420	\$ 976,711
Invoice	12/01/2009	09-11130-01		12/04/2009	119,060	59,530	12/18/2009	59,530			\$ 63,420	\$ 976,711
Invoice	11/25/2009	09-11116-01		118,520	11/17/2009	58,800	12/10/2009	59,720			\$ 63,420	\$ 976,711
Invoice	12/30/2009	09-11215-02		121,100	12/30/2009	60,550	1/20/2010	60,550			\$ 63,420	\$ 976,711
Invoice	12/30/2009	09-11223-01		99,140	12/31/2009	49,570	1/21/2010	49,570			\$ 63,420	\$ 976,711
Invoice	1/12/2010	09-11221-05	** see below	40,332	12/22/2009	26,278					\$ 14,054	\$ 990,765

** Invoice 09-11221-05 is not an invoice for product. It is an invoice for shipping charges for containers previously shipped.

EXHIBIT H

Order Arrangement/Payments/Shipping
Debtor

Total	Order Arrangement for 2009/2010						
	Order Date	Quant of P	Quant of W	30% Down	40% Down	30% Final	Cumulative
16,000	9/21/2009	1,600	-	\$ 80,640	\$ 80,640	\$ 80,640	\$ 80,640
	9/28/2009	1,600	720	\$ 119,270	\$ 200,160	\$ 200,160	\$ 200,160
	10/5/2009	2,400	720	\$ 189,480	\$ 358,560	\$ 358,560	\$ 358,560
	10/12/2009	2,400	720	\$ 189,480	\$ 678,240	\$ 678,240	\$ 678,240
	10/19/2009	2,400	720	\$ 189,480	\$ 838,000	\$ 838,000	\$ 838,000
	10/26/2009	1,600	720	\$ 119,270	\$ 917,960	\$ 917,960	\$ 917,960
	11/2/2009	1,600	720	\$ 119,270	\$ 1,249,600	\$ 1,249,600	\$ 1,249,600
	11/9/2009	2,400	720	\$ 211,200	\$ 1,459,520	\$ 1,459,520	\$ 1,459,520
	11/16/2009	2,400	720	\$ 211,200	\$ 1,683,640	\$ 1,683,640	\$ 1,683,640
	11/23/2009	2,400	720	\$ 211,200	\$ 2,023,760	\$ 2,023,760	\$ 2,023,760
	11/30/2009	2,400	720	\$ 211,200	\$ 40,640	\$ 40,640	\$ 40,640
	12/7/2009	1,600	720	\$ 119,270	\$ 189,480	\$ 189,480	\$ 189,480
	12/14/2009	1,600	720	\$ 119,270	\$ 159,680	\$ 159,680	\$ 159,680
	12/21/2009	1,600	720	\$ 119,270	\$ 188,430	\$ 188,430	\$ 188,430
	12/28/2009	1,600	720	\$ 119,270	\$ 195,760	\$ 195,760	\$ 195,760
	1/4/2010	1,600	720	\$ 119,270	\$ 245,440	\$ 245,440	\$ 245,440
	1/11/2010	1,600	720	\$ 119,270	\$ 259,840	\$ 259,840	\$ 259,840
	1/18/2010	1,600	720	\$ 119,270	\$ 306,280	\$ 306,280	\$ 306,280
	1/25/2010	1,600	720	\$ 119,270	\$ 319,520	\$ 319,520	\$ 319,520

Payments as of January 15, 2010	
Payments	Date
to Trugreen	
\$ 681,000	9/15/2009
\$ 8,000	9/15/2009
\$ 28,000	10/17/2009
\$ 115,776	10/14/2009
\$ 155,776	10/20/2009
\$ 194,278	10/28/2009
\$ 202,444	11/13/2009
\$ 24,096	11/6/2009
\$ 189,310	11/10/2009
\$ 211,000	11/16/2009
\$ 131,200	11/19/2009
\$ 49,594	12/07/2009
\$ 38,455	12/09/2009
\$ 36,440	12/09/2009
\$ 65,652	12/09/2009
\$ 31,228	12/09/2009
\$ 12,128	12/09/2009
\$ 14,196	12/09/2009
\$ 36,540	1/06/2010
\$ 117,495	1/10/2010
\$ 105,000	1/12/2010
\$ 2,493,168	

Shipments as of January 15, 2010					
Quant of P	Quant of W	Ship	BOQ	Ship Left	Date Ship Arrive
1	604	YW Phm	GHJU19112057	10-Nov	28-Nov
2	725	Hyundai National	GHJU19112054	12-Nov	28-Nov
3	725	Hyundai Dominion	GHJU19112051	20-Nov	1-Dec
4	763	YM Comms	GHJU19112055	21-Nov	5-Dec
5	725	YM Fountain	GHJU1911222	1-Dec	13-Dec
6	1,450	Hyundai Patriot	GHJU19112005	4-Dec	12-Dec
7	2,175	YM Wealth	GHJU19112028	8-Dec	12-Dec
8	725	Hyundai Republic	GHJU19112040	22-Dec	26-Dec
9	2,000	YM Phm	GHJU19112041	15-Dec	26-Dec
10	720	Hyundai National	GHJU19120773	16-Dec	26-Dec
11	738	YM Comms	GHJU19120794	16-Dec	10-Jan
12	210	San Francisco Exp	SHAA46878	28-Dec	14-Jan

Note: Through January 15, 2010 the Clean Arrangement calls for boudou plastic reactors to have been shipped and 57,200 word heaters to have been shipped. Through January 25, 2010, per the Bill of Lading¹², 161 plastic reactors have been shipped and 210 word heaters have been shipped.

EXHIBIT I

Invoice

Earthwise Technologies Inc.

18324 Cook Road SE #5
Yelm, WA 98597

Date	Invoice #
1/12/2010	09-11221-04

Bill To
Earthwise Innovations 4484 Lahm Dr. Akron, OH 44319

Ship To

P.O. Number	Terms	Rep.	Ship	Via	F.O.B.	Project
1/10 - 1/16			1/12/2010			

QTY	Description	Price Each	Amount
74	1500w Quartz Infrared Heater - Plastic Cabinet	181.00	13,394.00T
10	1500w Quartz Infrared Heater - Wood Oak Cabinet	208.00	2,080.00T
24	1500w Quartz Infrared Heater - Wood Tuscan Cabinet	208.00	4,992.00T
15	1500w Quartz Infrared Heater - Wood Cherry Cabinet	208.00	3,120.00T
1	1000w Quartz Infrared Heater - Wood Tuscan Cabinet	179.00	179.00T
	Out-of-state sale, exempt from sales tax	0.00%	0.00

	Total	\$23,765.00
	Payments/Credits	\$-23,765.00
	Balance Due	\$0.00

EXHIBIT J

search...

[Home](#) [Order](#) [FAQs](#) [Testimonials](#) [Contact Us](#)[Home](#)**Shop CZ Infrared™**

Visit our secure online store to buy your CZ Infrared™ Heater today.



Saving on your energy bill with healthy, safe, infrared heat.

EarthWise Technologies guarantees the lowest price available.

[Save Money](#) [Healthy Heat](#) [Best Built](#) [Why CZ Infrared™](#) [Compare](#)

Your CZ Infrared™ Heater will save up to 50% on your current energy bill. The CZ Infrared™ Heater will heat up to 1000 square feet for around \$1.20 per day (based on an 8-hour period, using the national average of 10 cents per kw/hr). [Read more...](#)

***Receive \$50** off your total when you purchase two 1500 watt CZ Infrared™ Therapeutic Quartz Infrared Portable Heaters!

CZ Infrared™ Therapeutic Quartz Infrared Portable Heaters

Introducing the New CZ Infrared™ Heater with Bio-Smart™ Air Filtration Technology by EarthWise

CZ Infrared™ Therapeutic Quartz Infrared Portable Heaters have a new look, new design, and lots of new features.

BLUE EDITION Heaters: Now with Bio-Smart™ Air Filtration Technology

New CZ Infrared™ BLUE EDITION heaters eliminate the harmful airborne bacteria and pathogens that are the source of your family's winter illnesses.

[Read more...](#)

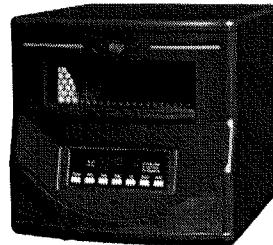
New Heating Elements

CZ Infrared™ BLUE EDITION heaters have new infrared heating elements with an extended life of 30,000 hours.

[Read more...](#)

New Copper Lined Heating Chamber

Each unit now has three copper panels instead of two and a newly designed heating chamber. Multiple copper



EarthWise Products

CZ Infrared™ In-Wall Heating System

NEW! The CZ Infrared™ Therapeutic Ceramic Infrared In-Wall Heating System is now available for purchase!

- Visit the CZ Infrared™ In-Wall website to learn more.

EarthWise SA-700 Air Purifier

The EarthWise SA-700 Air Purifier combines the most thoroughly researched and effective air purification technologies in a single unit.

- Visit the EarthWise SA-700 Air Purifier website to learn more.

CZInfrared for Free*

If we can't match the price* we'll give you a CZ Infrared™ 1500 watt Quartz Infrared Heater for free!

*Refers to any authorized competing retailers' current and ongoing advertised price for identical CZinfrared heater, available in competitor's current inventory, and subject to verification. Limit four heaters per household.

fins have been added to one of the panels in the unit to increase copper surface area by more than 300% compared to the previous CZ Infrared™ models manufactured by Well Electronics.

Read more...

New Electronic Thermostat

The new three probe electronic thermostat in the CZ Infrared™ BLUE EDITION is more accurate than ever -- up to a fraction of a degree!

Dual Power Settings

The CZ Infrared™ BLUE EDITION heater now has two different power settings: 750 watts and 1500 watts.

Read More...

Easy To Use

All of the CZ Infrared™ BLUE EDITION features are accessed with a single button press on the display or the remote.

New Fan Technology

The new two speed fan produces 1100 rpm on high and 800 Low rpm on low. The double ball bearing scroll fan has been newly designed this year for the new CZ Infrared™ BLUE EDITION models and is bigger and quieter than before.

More Serviceable than ever

The new CZ Infrared™ BLUE EDITION heaters require the removal of only 3 screws to change an infrared tube and diagnostic assistance as well as easy service instructions are included with each heater purchased.

New Ceramic blankets incorporated into new CZ Infrared™ models

New ceramic blanket technology in the new CZ Infrared™ heaters provide new and improved sound suppression. This also reduces the external temperature of the cabinet if pets and children are a concern.

CZ Infrared™ Heaters: The Quality Leader in Environmental Heaters



CZ Infrared™ Heaters are the finest heaters you can buy. Quality, backed by technological leadership, is what we are all about.

BUY WITH CONFIDENCE! You can enjoy even bigger savings to your pocket book while knowing that you will continue to save on your heating bill throughout the rest of the year. The CZ Infrared™ Portable Quartz Infrared Heater will pay for itself many times over.

CZ Infrared™ is a technologically superior infrared heater that offers ultra-efficient, safe, evenly-distributed heat at less cost than other heating systems. Its impressive air quality and effective heating performance are the result of an innovative, patented system design. This patented

technology uses absorption of infrared energy which produces, mixes, and circulates heated air back into your space.

The resulting evenly-distributed heat minimizes losses at walls, windows and ceilings, saving you energy and money! This soft, cozy heat warms the air in much the same way as the sun heats the earth by means of safe infrared absorption. Tests show that the CZ Infrared™ Heaters are 35% more efficient than forced air electric furnaces and 56% more efficient than propane furnaces.

Get a CZ Infrared™ heater for free -- click here to learn how.

Designed To Last 4 Times Longer



CZ Infrared's infrared tubes have been enhanced to a life of 20,000 hours instead of the standard 5,000 hours of other infrared manufacturers. [Read more...](#)

Nationwide Support



We value our customers and believe in our products. Our large Distributor Network allows you to contact a qualified customer service rep. locally.

Greetings



Letter from the President.

Become A Dealer

Ask your local representative about profitable dealer opportunities, or call the distributor hotline about the promotion currently underway:

Toll Free: 1-800-707-0858.

Click the link below to request information about becoming a CZ Infrared™ Heater dealer.

[More Info](#)

EarthWise Technologies:
A BBB Accredited Business

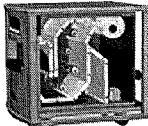


Exceptional 3-Year Warranty



CZ Infrared Heater's 3-Year Warranty is the most comprehensive in the industry because of design integrity. You will not be without your heater when you need it most. [Read more...](#)

Easy To Service



New ceramic quick-connect terminals for easy servicing. Our long lasting infrared tubes can be replaced in a few minutes without special skills.

CZI-1500WT Walnut



HUGE SAVINGS!

[Order Now](#)

Suggested Retail: \$679.00
FACTORY DIRECT: \$449.00
Seasonal Blowout Price: \$399.00

SAVE \$280.00 off a new CZ Infrared™ portable heater! *Free Shipping!*

[CZI-1500WT Specifications](#)

CZI-1500WO Oak



HUGE SAVINGS!

[Order Now](#)

Suggested Retail: \$679.00
FACTORY DIRECT: \$449.00
Seasonal Blowout Price: \$399.00

SAVE \$280.00 off a new CZ Infrared™ portable heater! *Free Shipping!*

[CZI-1500WO Specifications](#)

CZI-1500WC Cherry



HUGE SAVINGS!

[Order Now](#)

Suggested Retail: \$679.00
FACTORY DIRECT: \$449.00
Seasonal Blowout Price: \$399.00

SAVE \$280.00 off a new CZ Infrared™ portable heater! *Free Shipping!*

[CZI-1500WC Specifications](#)

CZI-1500P Plastic



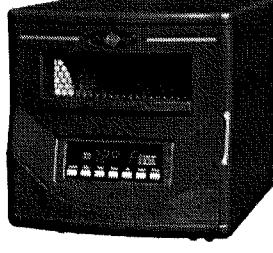
[Order Now](#)

Suggested Retail: \$599.00
FACTORY DIRECT: \$379.00
Seasonal Blowout Price: \$349.00

SAVE \$250.00 off a new CZ Infrared™ portable heater! *Free Shipping!*

[CZI-1500P Technical Specifications](#)

NEW!! CZI-1500PA Plastic



[Order Now](#)

Suggested Retail: \$649.00
FACTORY DIRECT: \$429.00 *Free Shipping!*

SAVE \$220.00 off the latest advancement in infrared heating technology. Don't miss your chance to order a CZ Infrared™ BLUE EDITION with our introductory launch price. Order today!

[CZI-1500PA Specifications](#)

Call Now



Call 1-888-627-7498 to inquire about special promotions available from EarthWise - including multiple unit discounts.

Call us toll free to learn more:

1-888-627-7498
7 days a week

Free Shipping!

Free shipping to anywhere in the contiguous USA. For shipping to Alaska or Hawaii, please call 1-888-627-7498.

EXHIBIT K

View Cart | My Account/Order Status | Help

Go

[CZ Infrared Heaters](#)

[ORIGINAL EDITION](#)

[BLUE EDITION](#)

[Official Website](#)

[CZInfrared.com](#)





YOUR CART
PAGE CHECKOUT
RECEIPT

ITEM DESCRIPTION	QTY	EACH	TOTAL
	1	\$399.00	\$399.00

Click  to remove an item from your cart.
Calculate Shipping Rates:
Country: United States
State: Then, Select State
Zip/PostalCode:

Coupon code? Enter it here:
APPLY
SEARCH

proceed to checkout

Click Proceed to Checkout to complete your order now.

On the next page you'll be able to create a personal account or checkout anonymously.

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<http://shop.infraredappliances.com/shoppingcart.asp>

2/9/2010

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